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BellSouth Telecommunications, Inc.
333 Commerce Street
Suite 2101
Nashville, TN 37201-3300
guy.hicks@bellsouth.com

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Guy M. Hicks
General Counsel

T.R.A. DOCKET ROOM

615 214 6301
Fax 615 214 7406

January 7, 2004

VIA HAND DELIVERY

Hon. Deborah Taylor Tate
Chairman
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, Tennessee 37238

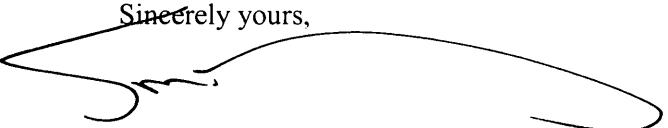
Re: *Approval of the Amendment to the Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc. and NewSouth Communications Corp. Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996.*
Docket No. 04-00004

Dear Chairman Tate:

Pursuant to Section 252(e) of the Telecommunications Act of 1996, NewSouth Communications Corp. and BellSouth Telecommunications, Inc. are hereby submitting to the Tennessee Regulatory Authority the original and fourteen copies of the attached Petition for Approval of the Amendment to the Interconnection Agreement dated May 18, 2001. The Amendment adds UNE-P loop tagging to Attachment 2 of the Agreement.

Thank you for your attention to this matter.

Sincerely yours,


Guy M. Hicks

cc: Senior Vice President of Network Planning & Provisioning, NewSouth Communications, Corp.

BEFORE THE TENNESSEE REGULATORY AUTHORITY
Nashville, Tennessee

In re: *Approval of the Amendment to the Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc. and NewSouth Communications Corp. Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996*

Docket No. _____

PETITION FOR APPROVAL OF THE
AMENDMENT TO THE INTERCONNECTION AGREEMENT
NEGOTIATED BETWEEN BELLSOUTH TELECOMMUNICATIONS, INC.
AND NEWSOUTH COMMUNICATIONS CORP.
PURSUANT TO THE TELECOMMUNICATIONS ACT OF 1996

COME NOW, NewSouth Communications Corp. ("NewSouth") and BellSouth Telecommunications, Inc., ("BellSouth"), and file this request for approval of the Amendment to the Interconnection Agreement dated May 18, 2001 (the "Amendment") negotiated between the two companies pursuant to Sections 251 and 252 of the Telecommunications Act of 1996, (the "Act"). In support of their request, NewSouth and BellSouth state the following:

1. NewSouth and BellSouth have successfully negotiated an agreement for interconnection of their networks, the unbundling of specific network elements offered by BellSouth and the resale of BellSouth's telecommunications services to NewSouth. The Interconnection Agreement was filed with the Tennessee Regulatory Authority ("TRA") on August 1, 2001 for approval.
2. The parties have recently negotiated an Amendment to the Agreement. The Amendment adds UNE-P loop tagging to Attachment 2 of the Agreement. A copy of the Amendment is attached hereto and incorporated herein by reference.
3. Pursuant to Section 252(e) of the Telecommunications Act of 1996, NewSouth and BellSouth are submitting their Amendment to the TRA for its consideration and approval.

**Amendment to the Agreement
Between
NewSouth Communications, Corp.
and
BellSouth Telecommunications, Inc.
Dated May 18, 2001**

Pursuant to this Amendment, (the "Amendment"), NewSouth Communications, Corp. (NewSouth), and BellSouth Telecommunications, Inc. ("BellSouth"), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties dated May 18, 2001 ("Agreement") to be effective thirty (30) calendar days after the date of the last signature executing the Amendment.

WHEREAS, BellSouth and NewSouth entered into the Agreement on May 18, 2001, and;

WHEREAS, BellSouth and NewSouth desire to amend the Agreement to add additional rates, terms and conditions;

NOW THEREFORE, in consideration of the mutual provisions contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereby covenant and agree as follows:

1. The Parties agree to add to the rates as set forth in Exhibit C of Attachment 2, the rates as set forth in Exhibit 1 attached hereto and incorporated herein by this reference.
2. The Parties agree to replace the language in Section 2.1.24.3 of Attachment 2 with the following:

When a BellSouth technician is required to be dispatched to provision the Loop, BellSouth will tag the Loop with the Circuit ID number and the name of the ordering CLEC. When a dispatch is not required to provision the Loop, BellSouth will tag the Loop on the next required visit to the end user's location. If NewSouth wants to ensure the Loop is tagged during the provisioning process for Loops that may not require a dispatch (e.g. UVL-SL1, UVL-SL2, UCL-ND, etc.), NewSouth may order Loop Tagging. Rates for Loop Tagging are as set forth in Exhibit C of this Attachment.

3. All of the other provisions of the Agreement dated May 18, 2001 shall remain unchanged and in full force and effect.
4. Either or both of the Parties are authorized to submit this Amendment to the respective state regulatory authorities for approval subject to Section 252(e) of the Federal Telecommunications Act of 1996.

Signature Page

IN WITNESS WHEREOF, the Parties have executed this Agreement the day and year written below.

BellSouth Telecommunications, Inc.

By: Pat C. Franklin
Name: Pat C. Franklin
Title: Director
Date: 11/7/03

NewSouth Communications, Corp.

By: Jake E. Jennings
Name: Jake E. Jennings
Title: Sr. VP Regulatory Affairs
Date: October 30, 2003

CATEGORY	RATE ELEMENTS	Zone	BCS	USOC	RATES (\$)	Attachment 2				Exhibit C	
						Rec	First	Add'l	SOMEC	SOMAN	Charge - Manual Svc Order vs Electronic-Disc Add'l
UNBUNDLED PORT/LOOP COMBINATIONS - COST BASED RATES											
2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (RES)											
ADDITIONAL NRCS											
Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise			UEPRX	URETL		8.33	0.83				
2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (BUS)											
ADDITIONAL NRCS											
Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise			UEPBX	URETL		8.33	0.83				
2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (RES - PBX)											
ADDITIONAL NRCS											
Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise			UEPRG	URETL		8.33	0.83				
2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (BUS - PBX)											
ADDITIONAL NRCS											
Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise			UEPPX	URETL		8.33	0.83				
2-WIRE VOICE GRADE LOOP WITH 2-WIRE ANALOG LINE COIN PORT											
ADDITIONAL NRCS											
Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise			UEPCO	URETL		8.33	0.83				
2-WIRE VOICE LOOP/ 2WIRE VOICE GRADE IO TRANSPORT 2-WIRE LINE PORT (RES)											
ADDITIONAL NRCS											
Unbundled Miscellaneous Rate Element, Tag Designed Loop at End User Premise			UEPFR	URETN		11.21	1.10				
2-WIRE VOICE LOOP/ 2WIRE VOICE GRADE IO TRANSPORT 2-WIRE LINE PORT (BUS)											
ADDITIONAL NRCS											
Unbundled Miscellaneous Rate Element, Tag Designed Loop at End User Premise			UEPFB	URETN		11.21	1.10				
2-WIRE VOICE LOOP/ 2WIRE VOICE GRADE IO TRANSPORT 2-WIRE LINE PORT (PBX)											
ADDITIONAL NRCS											
Unbundled Miscellaneous Rate Element, Tag Designed Loop at End User Premise			UEFPF	URETN		11.21	1.10				
2-WIRE VOICE GRADE LOOP - BUS ONLY - WITH 2-WIRE DID TRUNK PORT											
ADDITIONAL NRCS											
Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise			UEPPX	URETN		11.21	1.10				
2-WIRE ISDN DIGITAL GRADE LOOP WITH 2-WIRE ISDN DIGITAL LINE SIDE PORT											
ADDITIONAL NRCS											
Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise			UEPPB	URETL		8.33	0.83				
UNBUNDLED CENTREX PORT/LOOP COMBINATIONS - COST BASED RATES UNE-P CENTREX - 1AES S - (Valid in AL, FL, GA, KY, LA, MS, & TN only)			UEPPB	URETN		11.21	1.10				
Additional Non-Recurring Charges (NRC)											
Unbundled Miscellaneous Rate Element, Tag Loop at End Use Premise			UEP91	URETL		8.33	0.83				
Unbundled Miscellaneous Rate Element, Tag Design Loop at End Use Premise			UEP91	URETN		11.21	1.10				

CATEGORY	RATE ELEMENTS	Intem m	BCS	USOC	RATES (\$)	Attachment 2				Exhibit C		
						Rec	Nonrecurring	Nonrecurring Disconnect	OSS Rates (\$)	Svc Order Submitted Manually per LSR	Svc Order Submitted Elec per LSR	Incremental Charge - Manual Svc Order vs Electronic-Disc Add'l
UNE-P CENTREX - SESS (Valid in All States)												
						First	Add'l	First	Add'l	SOMAN	SOMAN	SOMAN
Additional Non-Recurring Charges (NRC)												
	Unbundled Miscellaneous Rate Element, Tag Loop at End Use Premise		UEP85	URETL		8.33	0.83					
	Unbundled Miscellaneous Rate Element, Tag Design Loop at End Use Premise		UEP85	URETN		11.21	1.10					
UNE-P CENTREX - DMS100 (Valid in All States)												
Additional Non-Recurring Charges (NRC)												
	Unbundled Miscellaneous Rate Element, Tag Loop at End Use Premise		UEP90	URETL		8.33	0.83					
	Unbundled Miscellaneous Rate Element, Tag Design Loop at End Use Premise		UEP90	URETN		11.21	1.10					
UNE-P CENTREX - EWSD (Valid in AL, FL, KY, LA, MS & TN)												
Additional Non-Recurring Charges (NRC)												
	Unbundled Miscellaneous Rate Element, Tag Loop at End Use Premise		UEP9E	URETL		8.33	0.83					
	Unbundled Miscellaneous Rate Element, Tag Design Loop at End Use Premise		UEP9E	URETN		11.21	1.10					
UNE-P CENTREX - DCO - Valid in AL, KY, LA, MS, & TN												
Additional Non-Recurring Charges (NRC)												
	Unbundled Miscellaneous Rate Element, Tag Loop at End Use Premise		UEP93	URETL		8.33	0.83					
	Unbundled Miscellaneous Rate Element, Tag Design Loop at End Use Premise		UEP93	URETN		11.21	1.10					

UNBUNDLED NETWORK ELEMENTS - Florida

CATEGORY	RATE ELEMENTS	Inten m	BCS	USOC		RATES (\$)	Attachment 2		Exhibit C	
							Rec	First	Add'l	Svc Order Submitted Elec per LSR
UNBUNDLED PORT/LOOP COMBINATIONS - COST BASED RATES										
	2-WIRE VOICE GRADE LOOP (WITH 2-WIRE LINE PORT (RES))									
ADDITIONAL NRCS										
	Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise			UEPRX	URETL					
	2-WIRE VOICE GRADE LOOP (WITH 2-WIRE LINE PORT (BUS))									
ADDITIONAL NRCS										
	Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise			UEPBX	URETL					
	2-WIRE VOICE GRADE LOOP (WITH 2-WIRE LINE PORT (RES - PBX))									
ADDITIONAL NRCS										
	Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise			UEPRG	URETL					
	2-WIRE VOICE GRADE LOOP (WITH 2-WIRE ANALOG LINE PORT (BUS - PBX))									
ADDITIONAL NRCS										
	Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise			UEPPO	URETL					
	2-WIRE VOICE LOOP/2WIRE VOICE GRADE 10 TRANSPORT 2-WIRE LINE PORT (RES)									
ADDITIONAL NRCS										
	Unbundled Miscellaneous Rate Element, Tag Designed Loop at End User Premise			UEPFR	URETN					
	2-WIRE VOICE LOOP/2WIRE VOICE GRADE 10 TRANSPORT 2-WIRE LINE PORT (BUS)									
ADDITIONAL NRCS										
	Unbundled Miscellaneous Rate Element, Tag Designed Loop at End User Premise			UEPFB	URETN					
	2-WIRE VOICE LOOP/2WIRE VOICE GRADE 10 TRANSPORT 2-WIRE LINE PORT (PBX)									
ADDITIONAL NRCS										
	Unbundled Miscellaneous Rate Element, Tag Designed Loop at End User Premise			UEPPP	URETN					
	2-WIRE VOICE GRADE LOOP - BUS ONLY - WITH 2-WIRE DID TRUNK PORT									
ADDITIONAL NRCS										
	Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise			UEPPX	URETN					
	2-WIRE ISDN DIGITAL GRADE LOOP WITH 2-WIRE ISDN DIGITAL LINE SIDE PORT									
ADDITIONAL NRCS										
	Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise			UEPBB	UEPBR					
	UNBUNDLED CENTREX PORT/LOOP COMBINATIONS - COST BASED RATES									
UNE-P CENTREX - 1AES - (Valid in AL, FL, GA, KY, LA, MS & TN only)				UEPBB	UEPBR	URETN	1121	1	10	
Additional Non-Recurring Charges (NRC)										
	Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise			UEP91	URETL					
	Unbundled Miscellaneous Rate Element, Tag Design Loop at End Use Premise			UEP91	URETN					

UNBUNDLED NETWORK ELEMENTS - Florida

CATEGORY	RATE ELEMENTS	Inten m	BCS	USOC		RATES (\$)	Nonrecurring			Nonrecurring Disconnect			Attachment 2 OSS Rates (\$)	Exhibit C
							Rac	First	Add'l	First	Add'l	SOMAN	SOMAN	
UNE-P CENTREX - SESS (Valid in All States)														
Additional Non-Recurring Charges (NRC)														
Unbundled Miscellaneous Rate Element, Tag Loop at End Use Premise							UEP95	URETL		8.33	0.83			
Unbundled Miscellaneous Rate Element, Tag Design Loop at End Use Premise							UEP96	URETN		11.21	1.10			
UNE-P CENTREX - DMS100 (Valid in All States)														
Additional Non-Recurring Charges (NRC)														
Unbundled Miscellaneous Rate Element, Tag Loop at End Use Premise							UEP9D	URETL		8.33	0.83			
Unbundled Miscellaneous Rate Element, Tag Design Loop at End Use Premise							UEP9D	URETN		11.21	1.10			
UNE-P CENTREX - EWS (Valid in AL, FL, KY, LA, MS & TN)														
Additional Non-Recurring Charges (NRC)														
Unbundled Miscellaneous Rate Element, Tag Loop at End Use Premise							UEP9E	URETL		8.33	0.83			
Unbundled Miscellaneous Rate Element, Tag Design Loop at End Use Premise							UEP9E	URETN		11.21	1.10			
UNBUNDLED PORT LOOP COMBINATIONS - MARKET RATES														
2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (RES)														
ADDITIONAL NRCs														
Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise							UEPRX	URETL		8.33	0.83			
2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (BUS)														
ADDITIONAL NRCs														
Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise							UEPBX	URETL		8.33	0.83			
2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (RES - PBX)														
ADDITIONAL NRCs														
Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise							UEPRG	URETL		8.33	0.83			
2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (BUS - PBX)														
ADDITIONAL NRCs														
Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise							UEPPX	URETL		8.33	0.83			
2-WIRE VOICE GRADE LOOP WITH 2-WIRE ANALOG LINE COIN PORT														
ADDITIONAL NRCs														
Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise							UEPCO	URETL		8.33	0.83			
2-WIRE VOICE LOOP/2WIRE VOICE GRADE IO TRANSPORT/2WIRE LINE PORT (RES)														
ADDITIONAL NRCs														
Unbundled Miscellaneous Rate Element, Tag Designed Loop at End User Premise							UEPFR	URETN		11.21	1.10			
2-WIRE VOICE LOOP/2WIRE VOICE GRADE IO TRANSPORT/2WIRE LINE PORT (BUS)														
ADDITIONAL NRCs														
Unbundled Miscellaneous Rate Element, Tag Designed Loop at End User Premise							UEPFB	URETN		11.21	1.10			
2-WIRE VOICE LOOP/2WIRE VOICE GRADE IO TRANSPORT/2WIRE LINE PORT (PBX)														
ADDITIONAL NRCs														
Unbundled Miscellaneous Rate Element, Tag Designed Loop at End User Premise							UEPFP	URETN		11.21	1.10			
UNBUNDLED PORT LOOP COMBINATIONS - MARKET BASED RATES														
2-WIRE VOICE GRADE LOOP-BUS ONLY WITH 2-WIRE DID TRUNK PORT														
ADDITIONAL NRCs														
Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise														
2-WIRE ISDN DIGITAL GRADE LOOP WITH 2-WIRE ISDN DIGITAL LINE SIDE PORT														

UNBUNDLED NETWORK ELEMENTS - Florida								Attachment 2						
CATEGORY	RATE ELEMENTS			BCS	USOC	RATES (\$)			Nonrecurring			Nonrecurring Disconnect		
	Inten-	Zone	m			Rec	First:	Add'l	First	Add'l	Svc Order	Submitted	Incremental Charge - Manual Svc Order vs Electronic- Disc Add'l	OSS Rates (\$)
ADDITIONAL NRCS														
Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise	UEPPB	UEPPR	URETL				8.33	0.83						
Unbundled Miscellaneous Rate Element, Tag Designed Loop at End User Premise	UEPPB	UEPPR	URETN				11.21	1.10						
UNBUNDLED CENTREX PORT/LOOP COMBINATIONS - MARKET RATES														
UNE-P CENTREX - TAESS (Valid in AL, FL, GA, KY, LA, MS & TN only)														
Additional Non-Recurring Charges (NRC)														
Unbundled Miscellaneous Rate Element, Tag Loop at End Use Premise	UEP91	URETL					8.33	0.83						
Unbundled Miscellaneous Rate Element, Tag Design Loop at End Use Premise	UEP91	URETN					11.21	1.10						
UNE-P CENTREX - SESS (Valid in All States)														
Additional Non-Recurring Charges (NRC)														
Unbundled Miscellaneous Rate Element, Tag Loop at End Use Premise	UEPS5	URETL					8.33	0.83						
Unbundled Miscellaneous Rate Element, Tag Design Loop at End Use Premise	UEPS5	URETN					11.21	1.10						
UNE-P CENTREX - DNS100 (Valid in All States)														
Additional Non-Recurring Charges (NRC)														
Unbundled Miscellaneous Rate Element, Tag Loop at End Use Premise	UEPD0	URETL					8.33	0.83						
Unbundled Miscellaneous Rate Element, Tag Design Loop at End Use Premise	UEPD0	URETN					11.21	1.10						
UNE-P CENTREX - EWSD (Valid in AL, FL, KY, LA, MS & TN)														
Additional Non-Recurring Charges (NRC)														
Unbundled Miscellaneous Rate Element, Tag Loop at End Use Premise	UEPSE	URETL					8.33	0.83						
Unbundled Miscellaneous Rate Element, Tag Design Loop at End Use Premise	UEPSE	URETN					11.21	1.10						

UNBUNDLED NETWORK ELEMENTS - Georgia

CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES (\$)			Nonrecurring	Nonrecurring Disconnect	Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR
					Rec	First	Add'l				
UNBUNDLED PORT/LOOP COMBINATIONS - COST BASED RATES											
	2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (RES)										
ADDITIONAL NRCS											
	Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise		UEPRX	URETL		12.97	1.44				
2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (BUS)											
ADDITIONAL NRCS											
	Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise		UEPBX	URETL		12.97	1.44				
2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (BUS - PBX)											
ADDITIONAL NRCS											
	Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise		UEPRG	URETL		12.97	1.44				
2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (BUS - PBX)											
ADDITIONAL NRCS											
	Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise		UEPPX	URETL		12.97	1.44				
2-WIRE VOICE GRADE LOOP WITH 2-WIRE ANALOG LINE COIN PORT											
ADDITIONAL NRCS											
	Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise		UEPCO	URETL		12.97	1.44				
2-WIRE VOICE LOOP/ 2WIRE VOICE GRADE IO TRANSPORT/2-WIRE LINE PORT (RES)											
ADDITIONAL NRCS											
	Unbundled Miscellaneous Rate Element, Tag Designed Loop at End User Premise		UEPFR	URETN		16.40	1.44				
2-WIRE VOICE LOOP/ 2WIRE VOICE GRADE IO TRANSPORT/2-WIRE LINE PORT (BUS)											
ADDITIONAL NRCS											
	Unbundled Miscellaneous Rate Element, Tag Designed Loop at End User Premise		UEPFB	URETN		16.40	1.44				
2-WIRE VOICE LOOP/ 2WIRE VOICE GRADE IO TRANSPORT/2-WIRE LINE PORT (PBX)											
ADDITIONAL NRCS											
	Unbundled Miscellaneous Rate Element, Tag Designed Loop at End User Premise		UEPFP	URETN		16.40	1.44				
2-WIRE VOICE GRADE BUS ONLY • WITH 2-WIRE DID TRUNK PORT											
ADDITIONAL NRCS											
	Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise		UEPPX	URETN		16.40	1.44				
2-WIRE ISDN DIGITAL GRADE LOOP WITH 2-WIRE ISDN DIGITAL LINE SIDE PORT											
ADDITIONAL NRCS											

UNBUNDLED NETWORK ELEMENTS - Georgia

CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES (\$)		Nonrecurring	Disconnect
					Rec	First	Add'l	First
Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise			UEPPB	UEPFR	URETL		12.97	1.44
Unbundled Miscellaneous Rate Element, Tag Design Loop at End Use Premise			UEPPB	UEPFR	URETN		16.40	1.44
UNBUNDLED CENTREX PORT/LOOP COMBINATIONS - COST BASED RATES								
UNE-P CENTREX - 1AESS - (Valid in AL, FL, GA, KY, LA, MS, & TN only)								
Additional Non-Recurring Charges (NRC)								
Unbundled Miscellaneous Rate Element, Tag Loop at End Use Premise			UEP91	URETL		12.97	1.44	
Unbundled Miscellaneous Rate Element, Tag Design Loop at End Use Premise			UEP91	URETN		16.40	1.44	
UNE-P CENTREX - SES (Valid in All States)								
Additional Non-Recurring Charges (NRC)								
Unbundled Miscellaneous Rate Element, Tag Loop at End Use Premise			UEP95	URETL		12.97	1.44	
Unbundled Miscellaneous Rate Element, Tag Design Loop at End Use Premise			UEP95	URETN		16.40	1.44	
UNE-P CENTREX - DWS100 (Valid in All States)								
Additional Non-Recurring Charges (NRC)								
Unbundled Miscellaneous Rate Element, Tag Loop at End Use Premise			UEP9D	URETL		12.97	1.44	
Unbundled Miscellaneous Rate Element, Tag Design Loop at End Use Premise			UEP9D	URETN		16.40	1.44	
UNBUNDLED PORT LOOP COMBINATIONS - MARKET RATES								
2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (RES)								
ADDITIONAL NRCs								
Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise			UEPRX	URETL		12.97	1.44	
2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (BUS)								
ADDITIONAL NRCs								
Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise			UEPBX	URETL		12.97	1.44	
2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (RES - PBX)								
ADDITIONAL NRCs								
Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise			UEPRG	URETL		12.97	1.44	
2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (BUS - PBX)								
ADDITIONAL NRCs								
Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise			UEPPX	URETL		12.97	1.44	
2-WIRE VOICE GRADE LOOP WITH 2-WIRE ANALOG LINE COIN PORT								
ADDITIONAL NRCs								
Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise			UEPCO	URETL		12.97	1.44	

UNBUNDLED NETWORK ELEMENTS - Georgia

CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES (\$)		Nonrecurring	Disconnect	Svc Order Submitted Manually per LSR	Svc Order Submitted Elec per LSR
					Rec	First	Add'l	First		
2-WIRE VOICE LOOP/ 2WIRE VOICE GRADE IO TRANSPORT/ 2-WIRE LINE PORT (RES)										
ADDITIONAL NRCs	Unbundled Miscellaneous Rate Element, Tag Designed Loop at End User Premise.		UEPFR	URETN				16.40	1.44	
2-WIRE VOICE LOOP/ 2WIRE VOICE GRADE IO TRANSPORT/ 2-WIRE LINE PORT (BUS)										
ADDITIONAL NRCs	Unbundled Miscellaneous Rate Element, Tag Designed Loop at End User Premise.		UEPFB	URETN				16.40	1.44	
2-WIRE VOICE LOOP/ 2WIRE VOICE GRADE IO TRANSPORT/ 2-WIRE LINE PORT (PBX)										
ADDITIONAL NRCs	Unbundled Miscellaneous Rate Element, Tag Designed Loop at End User Premise.		UEPFP	URETN				16.40	1.44	
UNBUNDLED PORT/LOOP COMBINATIONS - MARKET BASED RATES										
2-WIRE VOICE GRADE LOOP- BUS ONLY - WITH 2-WIRE DID TRUNK PORT										
ADDITIONAL NRCs	Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise.		UEPPX	URETN				16.40	1.44	
UNBUNDLED ISDN DIGITAL GRADE LOOP WITH 2-WIRE ISDN DIGITAL LINE SIDE PORT										
ADDITIONAL NRCs	Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise.		UEPPB	URETL				12.97	1.44	
	Unbundled Miscellaneous Rate Element, Tag Designed Loop at End User Premise		UEPPB	UEPFR	URETN			16.40	1.44	
UNBUNDLED CENTREX PORT/LOOP COMBINATIONS - MARKET RATES										
UNE-P CENTREX - 1AESS - (Valid in AL, FL, GA, KY, LA, MS, & TN only)										
Additional Non-Recurring Charges (NRC)					UEP91	URETL		12.97	1.44	
	Unbundled Miscellaneous Rate Element, Tag Loop at End Use Premise				UEP91	URETN		16.40	1.44	
UNE-P CENTREX - 5ESS (Valid in All States)										
Additional Non-Recurring Charges (NRC)										
	Unbundled Miscellaneous Rate Element, Tag Loop at End Use Premise				UEP95	URETL		12.97	1.44	
	Unbundled Miscellaneous Rate Element, Tag Design Loop at End Use Premise				UEP95	URETN		16.40	1.44	
UNE-P CENTREX - DM5100 (Valid in All States)										
Additional Non-Recurring Charges (NRC)										
	Unbundled Miscellaneous Rate Element, Tag Loop at End Use Premise				UEP9D	URETL		12.97	1.44	
	Unbundled Miscellaneous Rate Element, Tag Design Loop at End Use Premise				UEP9D	URETN		16.40	1.44	

CATEGORY	RATE ELEMENTS	Int'l	Intra-	Zone	BCS	USOC	RATES (\$)		Nonrecurring	Nonrecurring Disconnect	Svc Order	Svc Order
							Rec	First	Add'l	First	Add'l	Submitted Manually per LSR
UNBUNDLED NETWORK ELEMENTS - Kentucky												
ADDITIONAL NRCS												
2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (RES)												
ADDITIONAL NRCS												
2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (BUS)												
ADDITIONAL NRCS												
2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (RES - PBX)												
ADDITIONAL NRCS												
2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (BUS - PBX)												
ADDITIONAL NRCS												
2-WIRE VOICE GRADE LOOP WITH 2-WIRE ANALOG LINE COIN PORT												
ADDITIONAL NRCS												
2-WIRE VOICE LOOP/2WIRE VOICE GRADE IO TRANSPORT/2-WIRE LINE PORT (RES)												
ADDITIONAL NRCS												
2-WIRE VOICE LOOP/2WIRE VOICE GRADE IO TRANSPORT/2-WIRE LINE PORT (BUS)												
ADDITIONAL NRCS												
2-WIRE VOICE LOOP/2WIRE VOICE GRADE IO TRANSPORT/2-WIRE LINE PORT (PEX)												
ADDITIONAL NRCS												
2-WIRE VOICE GRADE LOOP, BUS ONLY - WITH 2-WIRE DID TRUNK PORT												
ADDITIONAL NRCS												
2-WIRE ISDN DIGITAL GRADE LOOP WITH 2-WIRE ISDN DIGITAL LINE SIDE PORT												
ADDITIONAL NRCS												

UNBUNDLED NETWORK ELEMENTS - Kentucky

CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES (\$)			Nonrecurring	Disconnect	Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR
					Rec	First	Add'l				
	Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise				UEPPB	UEPPR	URETL	12.88	1.43		
	Unbundled Miscellaneous Rate Element, Tag Design Loop at End User Premise				UEPPB	UEPPR	URETN	19.57	1.72		
	UNBUNDLED CENTREX PORTLOOP COMBINATIONS - COST BASED RATES UNE-P CENTREX - 1AESS - (Valid in AL, FL, KY, LA, MS, & TN only)										
	Additional Non-Recurring Charges (NRC)										
	Unbundled Miscellaneous Rate Element, Tag Loop at End Use Premise				UEP91	URETL		12.88	1.43		
	Unbundled Miscellaneous Rate Element, Tag Design Loop at End Use Premise				UEP91	URETN		19.57	1.72		
	UNE-P CENTREX - 5EES (Valid in All States)										
	Additional Non-Recurring Charges (NRC)										
	Unbundled Miscellaneous Rate Element, Tag Loop at End Use Premise				UEP95	URETL		12.88	1.43		
	Unbundled Miscellaneous Rate Element, Tag Design Loop at End Use Premise				UEP95	URETN		19.57	1.72		
	UNE-P CENTREX - DMS100 (Valid in All States)										
	Additional Non-Recurring Charges (NRC)										
	Unbundled Miscellaneous Rate Element, Tag Loop at End Use Premise				UEP9D	URETL		12.88	1.43		
	Unbundled Miscellaneous Rate Element, Tag Design Loop at End Use Premise				UEP9D	URETN		19.57	1.72		
	UNE-P CENTREX - EWSD (Valid in AL, FL, KY, LA, MS & TN)										
	Additional Non-Recurring Charges (NRC)										
	Unbundled Miscellaneous Rate Element, Tag Loop at End Use Premise				UEP9E	URETL		12.88	1.43		
	Unbundled Miscellaneous Rate Element, Tag Design Loop at End Use Premise				UEP9E	URETN		19.57	1.72		
	UNE-P CENTREX - DCO - Valid in AL, KY, LA, MS, & TN)										
	Additional Non-Recurring Charges (NRC)										
	Unbundled Miscellaneous Rate Element, Tag Loop at End Use Premise				UEP93	URETL		12.88	1.43		
	Unbundled Miscellaneous Rate Element, Tag Design Loop at End Use Premise				UEP93	URETN		19.57	1.72		

UNBUNDLED NETWORK ELEMENTS - Louisiana									Exhibit C				
CATEGORY	RATE ELEMENTS	Inten m	Zone	BCS	USOC	RATES (\$)	Rec	Nonrecurring			Nonrecurring Disconnect		
								First	Add'l	First	Add'l	SOMAN	SOMAN
	UNBUNDLED PORT/LOOP COMBINATIONS - COST BASED RATES												
	2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (RES)												
ADDITIONAL NRCS													
	Unbundled Miscellaneous Rate Element, Tag Loop at End User						UEPRX	URETL					
	Premise												
	2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (BUS)												
ADDITIONAL NRCS													
	Unbundled Miscellaneous Rate Element, Tag Loop at End User						UEPBX	URETL					
	Premise												
	2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (RES - PBX)												
ADDITIONAL NRCS													
	Unbundled Miscellaneous Rate Element, Tag Loop at End User						UEPRG	URETL					
	Premise												
	2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (BUS - PBX)												
ADDITIONAL NRCS													
	Unbundled Miscellaneous Rate Element, Tag Loop at End User						UEPOO	URETL					
	Premise												
	2-WIRE VOICE LOOP/2WIRE VOICE GRADE IO TRANSPORT/2-WIRE LINE PORT (RES)												
ADDITIONAL NRCS													
	Unbundled Miscellaneous Rate Element, Tag Designed Loop at End User Premise						UEPFR	URETN					
	Premise												
	2-WIRE VOICE LOOP/2WIRE VOICE GRADE IO TRANSPORT/2-WIRE LINE PORT (BUS)												
ADDITIONAL NRCS													
	Unbundled Miscellaneous Rate Element, Tag Designed Loop at End User Premise						UEPFB	URETN					
	Premise												
	2-WIRE VOICE LOOP/2WIRE VOICE GRADE IO TRANSPORT/2-WIRE LINE PORT (PBX)												
ADDITIONAL NRCS													
	Unbundled Miscellaneous Rate Element, Tag Designed Loop at End User Premise						UEPPF	URETN					
	Premise												
	2-WIRE VOICE GRADE LOOP - BUS ONLY - WITH 2-WIRE DID TRUNK PORT												
ADDITIONAL NRCS													
	Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise						UEPXX	URETN					
	Premise												
	2-WIRE ISDN DIGITAL GRADE LOOP WITH 2-WIRE ISDN DIGITAL LINE SIDE PORT												
ADDITIONAL NRCS													
	Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise						UEPPB	URETL					
	Premise												
	UNBUNDLED CENTREX PORT/LOOP COMBINATIONS - COST BASED RATES						UEPPB	URETN					
UNE-P	CENTREX - 1 ACCESS - Valid in AL, FL, GA, KY, LA, MS, & TN only												
	Additional Non-Recurring Charges (NRCS)												
	Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise						UEP91	URETL					
	Premise												
	Unbundled Miscellaneous Rate Element, Tag Design Loop at End Use Premise						UEP91	URETN					

UNBUNDLED NETWORK ELEMENTS - Louisiana									Attachment 2					Exhibit C					
CATEGORY	RATE ELEMENTS	Inten m		BCS		USOC		RATES (\$)		Nonrecurring		Nonrecurring Disconnect		Incremental Charge - Manual Svc Order vs Electronic-Disc Add'l		Incremental Charge - Manual Svc Order vs Electronic-		Incremental Charge - Manual Svc Order vs Electronic-Disc 1st	
		Rec	First	Add'l	First	Add'l	Svc Order Submitted Manually per LSR	Svc Order Submitted Manually per LSR	Manual Svc Order vs Electronic-	Manual Svc Order vs Electronic-	OSS Rates (\$)	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN		
UNE-P CENTREX - 5ESS (Valid in All States)																			
Additional Non-Recurring Charges (NRC)																			
Unbundled Miscellaneous Rate Element, Tag Loop at End Use Premise		UEP95		URETL			8.33		0.83										
Unbundled Miscellaneous Rate Element, Tag Design Loop at End Use Premise		UEP95		URETN			11.20		1.10										
UNE-P CENTREX - DMS100 (Valid in All States)																			
Additional Non-Recurring Charges (NRC)																			
Unbundled Miscellaneous Rate Element, Tag Loop at End Use Premise		UEP9D		URETL			8.33		0.83										
Unbundled Miscellaneous Rate Element, Tag Design Loop at End Use Premise		UEP9D		URETN			11.20		1.10										
UNE-P CENTREX - EWS3 (Valid in AL, FL, KY, LA, MS & TN)																			
Additional Non-Recurring Charges (NRC)																			
Unbundled Miscellaneous Rate Element, Tag Loop at End Use Premise		UEP9E		URETL			8.33		0.83										
Unbundled Miscellaneous Rate Element, Tag Design Loop at End Use Premise		UEP9E		URETN			11.20		1.10										
UNE-P CENTREX - DCC - Valid in AL, KY, LA, MS, & TN)																			
Additional Non-Recurring Charges (NRC)																			
Unbundled Miscellaneous Rate Element, Tag Loop at End Use Premise		UEP93		URETL			8.33		0.83										
Unbundled Miscellaneous Rate Element, Tag Design Loop at End Use Premise		UEP93		URETN			11.20		1.10										
UNBUNDLED PORT COMBINATIONS - MARKET RATES																			
2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (RES)																			
ADDITIONAL NRCs																			
Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise		UEPRX		URETL			8.33		0.83										
2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (BUS)																			
ADDITIONAL NRCs																			
Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise		UEPBX		URETL			8.33		0.83										
2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (RES - PBX)																			
ADDITIONAL NRCs																			
Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise		UEPRG		URETL			8.33		0.83										
2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (BUS - PBX)																			
ADDITIONAL NRCs																			
Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise		UEPPX		URETL			8.33		0.83										
2-WIRE VOICE GRADE LOOP WITH 2-WIRE ANALOG LINE COIN PORT																			
ADDITIONAL NRCs																			
Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise		UEPCO		URETL			8.33		0.83										
2-WIRE VOICE LOOP/2WIRE VOICE GRADE IO TRANSPORT/2-WIRE LINE PORT (RES)																			
ADDITIONAL NRCs																			
Unbundled Miscellaneous Rate Element, Tag Designed Loop at End User Premise		UEPFB		URETN			11.20		1.10										
2-WIRE VOICE LOOP/2WIRE VOICE GRADE IO TRANSPORT/2-WIRE LINE PORT (PBX)																			
ADDITIONAL NRCs																			
Unbundled Miscellaneous Rate Element, Tag Designed Loop at End User Premise		UEPFP		URETN			11.20		1.10										

CATEGORY	RATE ELEMENTS	Inten m	BCS	USOC	RATES (\$)	Attachment 2		Attachment 2		Exhibit C	
						Rec	First	Add'l	First	Manual Svc Order vs Electronic- Disc Add'l	Incremental Charge - Manual Svc Order vs Electronic- Disc Add'l
OSS Rates (\$)											
UNBUNDLED PORT/LOOP COMBINATIONS - MARKET BASED RATES						Svc Order Submitted Manually per LSR Elec per LSR	Svc Order Submitted Manually per LSR Elec per LSR	SOMECA	SOMAN	SOMAN	SOMAN
2-WIRE VOICE GRADE LOOP- BUS ONLY - WITH 2-WIRE DID TRUNK PORT											
ADDITIONAL NRCS											
Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise				UEPPX	URETN						
UNBUNDLED 2-WIRE ISDN DIGITAL GRADE LOOP WITH 2-WIRE ISDN DIGITAL LINE SIDE PORT											
ADDITIONAL NRCS											
Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise				UEPPB	URETL						
Unbundled Miscellaneous Rate Element, Tag Designed Loop at End User Premise				UEPPB	URETN						
UNBUNDLED CENTREX PORT/LOOP COMBINATIONS - MARKET RATES											
UNE-P CENTREX - 1AES\$ - (Valid in AL, FL, GA, KY, LA, MS & TN only)											
Additional Non-Recurring Charges (NRC)											
Unbundled Miscellaneous Rate Element, Tag Loop at End Use Premise				UEP91	URETL						
UNE-P CENTREX - 5ES\$ - (Valid in All States)				UEP91	URETN						
Additional Non-Recurring Charges (NRC)											
Unbundled Miscellaneous Rate Element, Tag Loop at End Use Premise				UEP95	URETL						
UNE-P CENTREX - DHS100 - (Valid in All States)				UEP95	URETN						
Additional Non-Recurring Charges (NRC)											
Unbundled Miscellaneous Rate Element, Tag Loop at End Use Premise				UEP9D	URETL						
UNE-P CENTREX - EWSD (Valid in AL, FL, KY, LA, MS & TN)				UEP9D	URETN						
Additional Non-Recurring Charges (NRC)											
Unbundled Miscellaneous Rate Element, Tag Loop at End Use Premise				UEP9E	URETL						
UNE-P CENTREX - DCO - Valid in AL, KY, LA, MS, & TN				UEP9E	URETN						
Additional Non-Recurring Charges (NRC)											
Unbundled Miscellaneous Rate Element, Tag Loop at End Use Premise				UEP93	URETL						
Unbundled Miscellaneous Rate Element, Tag Design Loop at End Use Premise				UEP93	URETN						

CATEGORY	RATE ELEMENTS	Inten m	ECS	USOC	RATES (\$)	Attachment 2										Exhibit C SOMAN																					
						Nonrecurring			Nonrecurring Disconnect			Svc Order Submitted		Svc Order Submitted		Exhibit C SOMAN																					
						Rec	First	Add'l	First	Add'l	First	Manually per LSR	Manually per LSR	Order vs Electronic-Add'l	Order vs Electronic-Add'l																						
UNBUNDLED PORT/LOOP COMBINATIONS - COST BASED RATES																																					
2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (RES)																																					
ADDITIONAL NRCS	Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise																																				
ADDITIONAL NRCS	2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (BUS)																																				
ADDITIONAL NRCS	Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise																																				
ADDITIONAL NRCS	2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (BUS - PBX)																																				
ADDITIONAL NRCS	Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise																																				
ADDITIONAL NRCS	2-WIRE VOICE GRADE LOOP WITH 2-WIRE ANALOG LINE COIN PORT																																				
ADDITIONAL NRCS	Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise																																				
ADDITIONAL NRCS	2-WIRE VOICE LOOP/2WIRE VOICE GRADE I0 TRANSPORT/2WIRE LINE PORT (RES)																																				
ADDITIONAL NRCS	Unbundled Miscellaneous Rate Element, Tag Designed Loop at End User Premise																																				
2-WIRE VOICE LOOP/2WIRE VOICE GRADE I0 TRANSPORT/2WIRE LINE PORT (BUS)																																					
ADDITIONAL NRCS	Unbundled Miscellaneous Rate Element, Tag Designed Loop at End User Premise																																				
ADDITIONAL NRCS	2-WIRE VOICE LOOP/2WIRE VOICE GRADE I0 TRANSPORT/2WIRE LINE PORT (PBX)																																				
ADDITIONAL NRCS	Unbundled Miscellaneous Rate Element, Tag Designed Loop at End User Premise																																				
ADDITIONAL NRCS	2-WIRE VOICE GRADE LOOP- BUS ONLY -WITH 2-WIRE DID TRUNK PORT																																				
ADDITIONAL NRCS	Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise																																				
2-WIRE ISDN DIGITAL GRADE LOOP WITH 2-WIRE ISDN DIGITAL LINE SIDE PORT																																					
ADDITIONAL NRCS	Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise																																				
ADDITIONAL NRCS	Unbundled Miscellaneous Rate Element, Tag Design Loop at End Use Premise																																				
UNBUNDLED CENTREX PORT/LOOP COMBINATIONS - COST BASED RATES																																					
UNE-P CENTREX - 1AEES - (Valid in AL, FL, GA, KY, LA, MS, & TN only)																																					
Additional Non-Recurring Charges (NRC)	Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise																																				
Version MstrAmend 09/12/2003	Unbundled Miscellaneous Rate Element, Tag Design Loop at End Use Premise																																				

UNBUNDLED NETWORK ELEMENTS - Mississippi!										Attachment 2						Exhibit: C	
CATEGORY	RATE ELEMENTS			Inten m	Zone	BCS	USOC	RATES (\$)			Svc Order Submitted Elec per LSR	Order Manually per LSR	Incremental Charge - Manual Svc Order vs Electronic- Disc 1st	OSS Rates (\$)	SOMAN	SOMAN	
	Rec	First	Add'l					Nonrecurring	Nonrecurring	Disconnect							
UNE-P CENTREX - SESS (Valid in All States)															SOMAN	SOMAN	
Additional Non-Recurring Charges (NRC)																	
Unbundled Miscellaneous Rate Element, Tag Loop at End Use Premise						UEP95	URETL		8.33	0.83							
Unbundled Miscellaneous Rate Element, Tag Design Loop at End Use Premise						UEP95	URETN		11.19	1.10							
UNE-P CENTREX - DMS10 (Valid in All States)																	
Additional Non-Recurring Charges (NRC)																	
Unbundled Miscellaneous Rate Element, Tag Loop at End Use Premise						UEP9D	URETL		8.33	0.83							
Unbundled Miscellaneous Rate Element, Tag Design Loop at End Use Premise						UEP9D	URETN		11.19	1.10							
UNE-P CENTREX - EWS (Valid in AL, FL, KY, LA, MS & TN)																	
Additional Non-Recurring Charges (NRC)																	
Unbundled Miscellaneous Rate Element, Tag Loop at End Use Premise						UEP9E	URETL		8.33	0.83							
Unbundled Miscellaneous Rate Element, Tag Design Loop at End Use Premise						UEP9E	URETN		11.19	1.10							
UNE-P CENTREX - DCO - Valid in AL, KY, LA, MS, & TN																	
Additional Non-Recurring Charges (NRC)																	
Unbundled Miscellaneous Rate Element, Tag Loop at End Use Premise						UEP93	URETL		8.33	0.83							
Unbundled Miscellaneous Rate Element, Tag Design Loop at End Use Premise						UEP93	URETN		11.19	1.10							

CATEGORY	RATE ELEMENTS	Inten m	BCS	USOC	RATES (\$)	Rec	Nonrecurring		Nonrecurring Disconnect		Attachment: 2 OSS Rates (\$)	Exhibit C			
							First	Add'l	First	Add'l		Incremental Charge - Manual Svc Order vs Electronic-Disc Add'l	Incremental Charge - Manual Svc Order vs Electronic-Disc 1st	Incremental Charge - Manual Svc Order per LSR	Svc Order Submitted Manually per LSR
<u>UNBUNDLED NETWORK ELEMENTS - North Carolina</u>															
ADDITIONAL NRCS	Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise					UEPRX	URETL		12.86	1.43				0.00	
<u>2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (RES)</u>															
ADDITIONAL NRCS	Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise					UEPBX	URETL		12.86	1.43				0.00	
<u>2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (RES - PBX)</u>															
ADDITIONAL NRCS	Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise					UEPBG	URETL		12.86	1.43				0.00	
<u>2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (BUS - PBX)</u>															
ADDITIONAL NRCS	Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise					UEPPX	URETL		12.86	1.43				0.00	
<u>2-WIRE VOICE GRADE LOOP WITH 2-WIRE ANALOG LINE COIN PORT</u>															
ADDITIONAL NRCS	Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise					UEPCO	URETL		12.86	1.43				0.00	
<u>2-WIRE VOICE 2WIRE VOICE GRADE IO TRANSPORT/2WIRE LINE PORT (RES)</u>															
ADDITIONAL NRCS	Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise					UEPFR	URETN		17.08	1.50				0.00	
<u>2-WIRE VOICE LOOP/2WIRE VOICE GRADE IO TRANSPORT/2WIRE LINE PORT (BUS)</u>															
ADDITIONAL NRCS	Unbundled Miscellaneous Rate Element, Tag Designed Loop at End User Premise					UEPFB	URETN		17.08	1.50				0.00	
<u>2-WIRE VOICE LOOP/2WIRE VOICE GRADE IO TRANSPORT/2WIRE LINE PORT (PBX)</u>															
ADDITIONAL NRCS	Unbundled Miscellaneous Rate Element, Tag Designed Loop at End User Premise					UEPFP	URETN		17.08	1.50				0.00	
<u>2-WIRE ISDN DIGITAL GRADE LOOP WITH 2-WIRE ISDN DIGITAL LINE SIDE PORT</u>															
ADDITIONAL NRCS	Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise					UEPPB	UEPBR	URETN	12.86	0.83				1.50	
<u>UNBUNDLED CENTREX PORT/LOOP COMBINATIONS - COST BASED RATES (NE/P CENTREX - 5SES (Valid in All States) Additional Non-Recurring Charges (NR/C))</u>															
ADDITIONAL NRCS	Unbundled Miscellaneous Rate Element, Tag Design Loop at End Use Premise					UEPS95	URETL	URETN	8.33	0.83				1.10	
	Unbundled Miscellaneous Rate Element, Tag Design Loop at End Use Premise					UEPS95	URETN		11.20	1.10					

CATEGORY	RATE ELEMENTS	Inten m	Zone	ECS	USOC		RATES (\$)			Attachment 2			Exhibit C	
							Rec	First	Add'l	Svc Order Submitted	Svc Order Manually per LSR	Incremental Charge - Manual Svc Order vs Electronic- Disc Add'l	OSS Rates (\$)	SOMAN
UNE-P CENTREX - DMS100 (Valid in All States)														
	Additional Non-Recurring Charges (NRC)													
	Unbundled Miscellaneous Rate Element, Tag Loop at End Use Premise			UEP9D	URETL		8.33	0.83						
	Unbundled Miscellaneous Rate Element, Tag Design Loop at End Use Premise			UEP9D	URETN		17.08	1.50						
UNBUNDLED PORT LOOP COMBINATIONS - MARKET RATES														
	2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (RES)													
	ADDITIONAL NRCs													
	Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise			UEPRX	URETL		12.86	1.43						
2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (BUS)														
	ADDITIONAL NRCs													
	Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise			UEPBX	URETL		12.86	1.43						
2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (RES - PBX)														
	ADDITIONAL NRCs													
	Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise			UEPRG	URETL		12.86	1.43						
2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (BUS - PBX)														
	ADDITIONAL NRCs													
	Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise			UEPPX	URETL		12.86	1.43						
2-WIRE VOICE GRADE LOOP WITH 2-WIRE ANALOG LINE COIN PORT														
	ADDITIONAL NRCs													
	Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise			UEPCO	URETL		12.86	1.43						
2-WIRE VOICE LOOP 2WIRE VOICE GRADE IO TRANSPORT/2WIRE LINE PORT (RES)														
	ADDITIONAL NRCs													
	Unbundled Miscellaneous Rate Element, Tag Designed Loop at End User Premise			UEPFR	URETN		17.08	1.50						
2-WIRE VOICE LOOP 2WIRE VOICE GRADE IO TRANSPORT/2WIRE LINE PORT (BUS)														
	ADDITIONAL NRCs													
	Unbundled Miscellaneous Rate Element, Tag Designed Loop at End User Premise			UEPFB	URETN		17.08	1.50						
2-WIRE VOICE LOOP 2WIRE VOICE GRADE IO TRANSPORT/2WIRE LINE PORT (PBX)														
	ADDITIONAL NRCs													
	Unbundled Miscellaneous Rate Element, Tag Designed Loop at End User Premise			UEPFP	URETN		17.08	1.50						
UNBUNDLED PORT/LOOP COMBINATIONS - MARKET BASED RATES														
	2-WIRE VOICE GRADE LOOP - BUS ONLY - (WITH 2-WIRE DID TRUNK PORT)													
	ADDITIONAL NRCs													
	Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise			UEPPX	URETN		17.08	1.50						
2-WIRE ISDN DIGITAL GRADE LOOP WITH 2WIRE ISDN DIGITAL LINE SIDE PORT														
	ADDITIONAL NRCs													
	Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise			UEPPB	URETL		12.86	1.43						
	Unbundled Miscellaneous Rate Element, Tag Designed Loop at End User Premise			UEPPB	URETN		17.08	1.50						
UNBUNDLED CENTREX PORT/LOOP COMBINATIONS - MARKET RATES														
	UNE-P CENTREX - SESS (Valid in All States)													
	Additional Non-Recurring Charges (NRC)													
	Unbundled Miscellaneous Rate Element, Tag Loop at End Use Premise			UEP95	URETN		12.86	1.43						
	Unbundled Miscellaneous Rate Element, Tag Design Loop at End Use Premise			UEP95	URETN		17.08	1.50						
UNE-P CENTREX - DMS100 (Valid in All States)														

UNBUNDLED NETWORK ELEMENTS - North Carolina							Attachment 2							Exhibit C		
CATEGORY	RATE ELEMENTS			Inten m	Zone	BCS	USOC	RATES (\$)			Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs Electronic- Disc 1st			OSS Rates (\$)
	Rec	Nonrecurring	Nonrecurring Disconnect					First	Add'l	First			First	Add'l	SOMAN	SOMAN
Additional Non-Recurring Charges (NRG)																
Unbundled Miscellaneous Rate Element, Tag Loop at End Use Premise	UEP9D					URETL		12.66		1.43						
Unbundled Miscellaneous Rate Element, Tag Design Loop at End Use Premise	UEP9D					URETN		17.08		1.50						

UNBUNDLED NETWORK ELEMENTS - South Carolina

CATEGORY	RATE ELEMENTS	Inten m	BGS	USOC	RATES (\$)			Nonrecurring	Nonrecurring Disconnect	Attachment 2			Exhibit C
					Rec	First	Add'l			Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs Electronic-Disc Add'l	OSS Rates (\$)	
UNBUNDLED PORT LOOP COMBINATIONS - COST BASED RATES													
	2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (RES)												
ADDITIONAL NRCS													
	Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise				UEPFX	URETL		8.33	0.83				
2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (RES - PBX)													
ADDITIONAL NRCS													
	Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise				UEPBX	URETL		8.33	0.83				
2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (BUS - PBX)													
ADDITIONAL NRCS													
	Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise				UEPRG	URETL		8.33	- 0.83				
2-WIRE VOICE GRADE LOOP WITH 2-WIRE ANALOG LINE CCIN PORT													
ADDITIONAL NRCS													
	Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise				UEPCO	URETL		8.33	0.83				
2-WIRE VOICE LOOP/2WIRE VOICE GRADE IO TRANSPORT/2-WIRE LINE PORT (RES)													
ADDITIONAL NRCS													
	Unbundled Miscellaneous Rate Element, Tag Designed Loop at End User Premise				UEPFR	URETN		11.24	1.10				
2-WIRE VOICE LOOP/2WIRE VOICE GRADE IO TRANSPORT/2-WIRE LINE PORT (BUS)													
ADDITIONAL NRCS													
	Unbundled Miscellaneous Rate Element, Tag Designed Loop at End User Premise				UEPFB	URETN		11.24	1.10				
2-WIRE VOICE LOOP/2WIRE VOICE GRADE IO TRANSPORT/2-WIRE LINE PORT (PBX)													
ADDITIONAL NRCS													
	Unbundled Miscellaneous Rate Element, Tag Designed Loop at End User Premise				UEPFP	URETN		11.24	1.10				
2-WIRE VOICE GRADE LOOP - WITH 2-WIRE DID TRUNK PORT													
ADDITIONAL NRCS													
	Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise				UEPPX	URETN		11.24	1.10				
2-WIRE ISDN DIGITAL GRADE LOOP WITH 2-WIRE ISDN DIGITAL LINE SIDE PORT													
ADDITIONAL NRCS													
	Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise				UEPPB	URETN		8.33	0.83				
UNBUNDLED PORT LOOP COMBINATIONS - COST BASED RATES													
	UNE-P CENTREX - 5ESS (Valid in All States)				UEPPB	URETN		11.24	1.10				
Additional Non-Recurring Charges (NRC)													
	Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise				UEP95	URETN		8.33	0.83				
	Unbundled Miscellaneous Rate Element, Tag Design Loop at End User Premise				UEP95	URETN		11.24	1.10				

UNBUNDLED NETWORK ELEMENTS - South Carolina										Attachment C								
CATEGORY	RATE ELEMENTS			Inten m	Zone	BCS	USOC	RATES (\$)			Nonrecurring			Nonrecurring Disconnect			Attachment 2	
	Rec	First	Add'l					Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs Electronic- 1st	Incremental Charge - Manual Svc Order vs Electronic- Disc 1st	OSS Rates (\$)							
UNE-P CENTREX - DMS100 (Valid in All States)																SOMAN		
Additional Non-Recurring Charges (NRC)																SOMAN		
Unbundled Miscellaneous Rate Element, Tag Loop at End Use Premise		UEP9D	URETL					8.33	0.83									
Unbundled Miscellaneous Rate Element, Tag Design Loop at End Use Premise		UEP9D	URETN					11.24	1.10									

UNBUNDLED NETWORK ELEMENTS - Tennessee								Exhibit C			
CATEGORY	RATE ELEMENTS			BSC	USOC	RATES (\$)			Attachment 2		
	Inten	Zone	m			Rec	First	Add'l	Svc Order Submitted	Charge - Manual Svc	Incremental Charge - Manual Svc
UNBUNDLED PORT LOOP COMBINATIONS - COST BASED RATES									Elec per LSR	Order vs Electronic-Disc Add'l	Order vs Electronic-Disc Add'l
2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (RES)											
ADDITIONAL NRCS											
Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise				UEPXX	URETL		12 12	1 34			
2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (BUS)											
ADDITIONAL NRCS											
Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise				UEPBX	URETL		12 12	1 34			
2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (RES - PBX)											
ADDITIONAL NRCS											
Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise				UEPRG	URETL		12 12	1 34			
2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (BUS - PBX)											
ADDITIONAL NRCS											
Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise				UEPXX	URETL		12 12	1 34			
2-WIRE VOICE GRADE LOOP WITH 2-WIRE ANALOG LINE COIN PORT											
ADDITIONAL NRCS											
Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise				UEPCO	URETL		12 12	1 34			
2-WIRE VOICE LOOP/2WIRE VOICE GRADE IO TRANSPORT/2-WIRE LINE PORT (RES)											
ADDITIONAL NRCS											
Unbundled Miscellaneous Rate Element, Tag Designed Loop at End User Premise				UEPFR	URETN		15 32	1 34			
2-WIRE VOICE LOOP/2WIRE VOICE GRADE IO TRANSPORT/2-WIRE LINE PORT (BUS)											
ADDITIONAL NRCS											
Unbundled Miscellaneous Rate Element, Tag Designed Loop at End User Premise				UEPFB	URETN		15 32	1 34			
2-WIRE ISDN DIGITAL GRADE LOOP WITH 2-WIRE ISDN DIGITAL LINE SIDE PORT											
ADDITIONAL NRCS											
Unbundled Miscellaneous Rate Element, Tag Designed Loop at End User Premise				UEPFP	URETN		15 32	1 34			
2-WIRE VOICE GRADE LOOP - BUS ONLY - WITH 2-WIRE DID TRUNK PORT											
ADDITIONAL NRCS											
Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise				UEPPX	URETN		15 32	1 34			
UNBUNDLED CENTRELOOP COMBINATIONS - COST BASED RATES											
UNE-P CENTREX - 1AES - (Valid in AL, FL, GA, KY, LA, MS, & TN only)				UEPPB	URETL		12 12	1 34			
Additional Non-Recurring Charges (NRC)				UEPPR	URETN		15 32	1 34			
Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise				UEP91	URETL		12 12	1 34			
Unbundled Miscellaneous Rate Element, Tag Design Loop at End User Premise				UEP91	URETN		15 32	1 34			

UNBUNDLED NETWORK ELEMENTS - Tennessee										Attachment 2				Exhibit C			
CATEGORY	RATE ELEMENTS			Inter m	Zone	BCS	USOC	RATES (\$)			Svc Order Submitted Manually per LSR Elec per LSR	Svc Order Submitted Manually per LSR Elec per LSR	Incremental Charge - Manual Svc Order vs Electronic- Disc Add'l		Incremental Charge - Manual Svc Order vs Electronic- Disc 1st		
	Rec	First	Add'l					Nonrecurring	Nonrecurring	Disconnect			OSS Rates (\$)	Incremental Charge - Manual Svc Order vs Electronic- Disc 1st	Incremental Charge - Manual Svc Order vs Electronic- Disc Add'l		
UNBUNDLED PORT/LOOP COMBINATIONS - MARKET BASED RATES																	
2-WIRE VOICE GRADE LOOP - BUS ONLY - WITH 2-WIRE DID TRUNK PORT																	
ADDITIONAL NRCS																	
Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise																	
2-WIRE ISDN DIGITAL GRADE LOOP WITH 2-WIRE ISDN DIGITAL LINE SIDE PORT																	
ADDITIONAL NRCS																	
Unbundled Miscellaneous Rate Element, Tag Loop at End User Premise																	
Unbundled Miscellaneous Rate Element, Tag Designed Loop at End User Premise																	
UNBUNDLED CENTREX PORT/LOOP COMBINATIONS - MARKET RATES																	
UNE-P CENTREX - 1ACES (Valid in AL, FL, GA, KY, LA, MS & TN only)																	
Additional Non-Recurring Charges (NRCS)																	
Unbundled Miscellaneous Rate Element, Tag Loop at End Use Premise																	
UNE-P CENTREX - 5ESS (Valid in All States)																	
Additional Non-Recurring Charges (NRCS)																	
Unbundled Miscellaneous Rate Element, Tag Loop at End Use Premise																	
UNE-P CENTREX - DM5100 (Valid in All States)																	
Additional Non-Recurring Charges (NRCS)																	
Unbundled Miscellaneous Rate Element, Tag Loop at End Use Premise																	
UNE-P CENTREX - EWSD (Valid in AL, FL, KY, LA, MS & TN)																	
Additional Non-Recurring Charges (NRCS)																	
Unbundled Miscellaneous Rate Element, Tag Design Loop at End Use Premise																	